

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In Re:
W.R. Grace

Chapter 11

Debtor

Case No. 01-01139 (JKF)

FINAL APPLICATION OF LUKINS & ANNIS, P.S.
FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT
OF EXPENSES AS COUNSEL TO ZAI CLAIMANTS*
FOR THE PERIOD FROM JULY 2002 THROUGH DECEMBER 15, 2004

Name of Applicant: LUKINS & ANNIS, P.S.

Authorized to Provide
Professional Services to: ZAI CLAIMANTS

Date of Retention: As of July 22, 2002

Period for which compensation and
reimbursement is sought: July 2002 through Dec. 15, 2004

Amount of Compensation sought as
actual, reasonable and necessary: \$ 539,289.00

Amount of Expense Reimbursement sought
as actual, reasonable and necessary: \$ 42,716.68

This is an: interim X final application

The total time expended for fee application preparation is approximately N/A hours and the corresponding compensation requested is approximately \$ -0-.

If this is not the first application filed, disclose the following for each prior application:

		Requested		Approved	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
See attached					

Local Form 101 (Fee Application Cover Sheet)

*Lukins & Annis, P.S. was appointed as Additional Special Counsel to the ZAI Claimants pursuant to the ZAI Claimants' Revised Special Counsel Designation and Litigation Budget for the ZAI Science Trial (D.I. 2508), as approved by the Court by Order dated August 26, 2002 (D.I. 2617)

Date Filed	Docket #	Period Covered	Requested Fees	Requested Expenses	Status of Fees	Status of expenses
11/15/02	3010	07/21/02-09/30/02	\$37,691.00	\$3,422.38	Paid	Paid
12/04/02	3109	10/01/02-10/31/02	\$24,143.00	\$728.96	Paid	Paid
02/10/03	3358	11/01/02-11/30/02	\$32,033.00	\$629.26	Paid	Paid
02/27/03	3432	12/01/02-12/31/02	\$32,330.00	\$1,262.74	Paid	Paid
04/09/03	3640	01/01/03-01/31/03	\$41,977.00	\$2,033.90	Paid	Paid
05/06/03	3741	02/01/03-02/28/03	\$22,950.00	\$3,192.89	Paid	Paid
06/02/03	3843	03/01/03-03/31/03	\$40,463.00	\$7,696.91	Paid	Paid
07/21/03	4081	04/01/03-04/30/03	\$35,032.00	\$3,697.08	Paid	Paid
07/31/03	4120	05/01/03-05/31/03	\$30,578.00	\$2,063.15	Paid	Paid
08/15/03	4282	06/01/03-06/30/03	\$40,623.00	\$1,480.01	Paid	Paid
10/09/03	4554	07/01/03-07/31/03	\$56,280.00	\$5,564.54	Paid	Paid
12/08/03	4789	08/01/03-08/31/03	\$37,790.00	\$3,851.92	Paid	Paid
12/23/03	4870	09/01/03-09/30/03	\$28,605.00	\$2,501.11	Paid	Paid
03/10/04	5255	10/01/03-10/31/03	\$13,755.00	\$335.38	Paid	Paid
04/26/04	5483	11/01/03-11/30/03	\$3,497.00	\$193.59	Paid	Paid
04/26/04	5475	12/01/03-12/31/03	\$608.00	\$112.93	Paid	Paid
07/23/04	6019	01/01/04-01/31/04	\$0.00	\$695.68	Paid	Paid
07/23/04	6020	02/01/04-02/29/04	\$0.00	\$389.65	Paid	Paid
07/23/04	6021	03/01/04-03/31/04	\$39.00	\$22.39	Paid	Paid
09/20/04	6423	04/01/04-04/30/04	\$277.00	\$18.23	Paid	Paid
09/20/04	6424	05/01/04-05/31/04	\$1,911.00	\$124.50	Paid	Paid
09/20/04	6425	06/01/04-06/30/04	\$1,443.00	\$3.02	Paid	Paid
01/11/05	7526	08/01/04-08/31/04	\$112.00	\$125.41	Paid	Paid
01/12/05	7530	09/01/04-09/30/04	\$9,611.00	\$25.79	Paid	Paid
02/15/05	7780	10/1/04-10/31/04	\$47,541.00	\$2,538.15	Paid	Paid
02/15/05	7780	12/1/04-12/15/04	\$0.00	\$7.11	Paid	Paid

\$539,289.00 \$42,716.68

**ATTACHMENT B
TO FEE APPLICATION**

Name of Professional Person	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including changes)	Total Billed Hours	Total Compensation
Darrell W. Scott	Partner, Litigation Dept., 13-15 years as attorney	\$300-\$405	1063.25	\$367,124.00
Burke D. Jackowich	Associate, Litigation Dept., 2 years as attorney	\$120	35.20	\$4,044.00
Kelly E. Konkright	Associate, Litigation Dept., 1-2 years as attorney	\$120-\$130	208.20	\$20,769.00
Kristy L. Bergland	Paralegal, Litigation Dept., 23-25 years in position	\$130-\$165	917.10	\$139,130.00
Betty A. Olson	Legal Assistant, Real Estate Dept., 18 years in position	\$80	.60	\$48.00
Samantha Batorson	Legal Assistant, Litigation Dept., 10 years in position	\$80	30.50	\$2,440.00
Samantha Simatos	Legal Assistant, Litigation Dept., 11 years in position	\$90	5.0	\$450.00
Barbara Hurley	Legal Assistant, Litigation Dept., 3 years in position	\$100	12.10	\$1,210.00
Elizabeth Rutherford	Legal Assistant, Litigation Dept., 8 years in position	\$70	56.90	\$3,983.00
Sarah Capelli	Legal Intern, Litigation Dept., 6 months in position	\$70	1.30	\$91.00
TOTALS			2,330.15	\$539,289.00

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees
14-Hearings	4.50	\$1,350.00
20-Travel, non-working	197.70	\$26,131.00
22-ZAI Science Trial	2,127.95	\$511,808.00
TOTALS	2,330.15	\$539,289.00

EXPENSE SUMMARY

Expense Category	Total Expenses
Computer Assisted Legal Research	\$303.20
Long Distance Telephone	\$839.84
Outside Telephone Services	\$3,166.11
Facsimile (\$1.00 per page)	\$1,000.00
Postage	\$1,205.40

Courier & Express Carriers	\$2,888.44
In-House Duplicating	\$9,250.71
Outside Duplicating	\$994.70
Lodging	\$3,513.87
Transportation	\$658.06
Air Travel Expense	\$7,164.68
Taxi	\$400.88
Mileage	\$1,638.73
Travel Meals	\$397.01
Parking	\$171.50
Books/Videos	\$508.11
Expert Services	\$6,963.88
Other	\$1,654.98

Lukins & Annis P.S. has received full payment for fees and expenses for which final allowance is requested pursuant to this Final Application.

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In Re:

NO. 01-01139-KJC

W.R. GRACE & CO., et al.,

Debtors.

**FINAL APPLICATION OF LUKINS & ANNIS, P.S. FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES AS ZAI ADDITIONAL SPECIAL COUNSEL
FOR THE PERIOD JULY 22, 2002 THROUGH DECEMBER 15, 2004**

Pursuant to the Court's Amended Administrative Order under 11 U.S.C. §§ 105(a) and 331 establishing procedures for interim compensation and reimbursement of expenses for professionals and official committee members signed April 17, 2002 (the "Amended Administrative Order"), amending the Court's Administrative Order pursuant to §§ 105(a) and 331 of the Bankruptcy Code establishing procedures for allowance and payment of monthly interim compensation and reimbursement of expenses of professionals, entered May 3,

2001, the law firm of Lukins & Annis, P.S. hereby files this final application of Lukins & Annis, P.S. for compensation and reimbursement of expenses for the period July 22, 2002 through December 15, 2004.

By this final fee application Lukins & Annis, P.S. seeks the final allowance of compensation in the amount of \$539,289.00, and reimbursement of expenses in the amount of \$42,716.68.

By this Court's Order effective July 22, 2002, Lukins & Annis, P.S. was appointed as ZAI Additional Special Counsel to prosecute the ZAI "Science Trial" issues on behalf of the ZAI Claimants (the "Court Appointment Order"). Pursuant to the Court's Interim Compensation Order and Amended Interim Compensation Order, Lukins & Annis, P.S. submitted monthly and quarterly fee applications for the periods July 22, 2002 through December 15, 2004.¹

By this final fee application, Lukins & Annis, P.S. requests that the Court approve the final allowance of compensation for professional services rendered and reimbursement of actual and necessary expenses incurred by Lukins & Annis, P.S. for the period of July 22, 2002 through December 15, 2004. The monthly and quarterly fee applications provide a detailed description of the services provided and the expenses incurred for the applicable periods.

¹ Darrell Scott left the employ of Lukins & Annis, P.S. to form his own law firm on December 15, 2004.

At all relevant times, Lukins & Annis, P.S. has been a disinterested person as that term is defined in § 101(14) of the Bankruptcy Code and has not represented or held an interest adverse to the estate as provided in the Affidavit of Darrell W. Scott filed June 7, 2002.

Lukins & Annis, P.S. may have in the past represented, may currently represent, and may represent parties in interest in connection with matters unrelated to the Debtors and the Chapter 11 cases. Representations were made by Darrell W. Scott for Lukins & Annis, P.S. in the prior fee applications as follows:

1. L&A believes that the Applications were in compliance with the requirements of Del.Bankr.LR 2016-2.
2. L&A performed the services for which they are seeking compensation under its Court Appointment effective as of July 22, 2002.
3. During the Fee Period, L&A received no payment, nor received any promises for payment, from any other source for services rendered or to be rendered in any capacity whatsoever in connection with these Chapter 11 Cases.
4. Pursuant to Fed. R. Bank. P. 2016(b), L&A has not shared, nor has it agreed to share: (a) any compensation received or to be received with another party or person other than with the partners, counsel and associates of L&A; or

(b) any compensation another person or party has received or may receive in connection with the Chapter 11 Cases.

In summary, Lukins & Annis, P.S. request that the Court enter an Order providing for the final approval of all prior fee applications as contemplated in the Court's Interim and Amended Administrative Orders relating to interim and final compensation.

DATED this 2nd day of May, 2014.

LUKINS & ANNIS, P.S.

By: 
MICHAEL A. MAURER, President